



**Audit & Risk Committee Meeting**  
**Monday 13 November 2023 at 17:00 – 19:30**  
**via Teams**

<b>Directors present</b>		
Sue Shelley	Nexus MAT Director/Chair	Chair
Steve Booth	Nexus MAT Director	SB
Tina Havenhand	Nexus MAT Director	TH
Ray Palmer	Nexus MAT Director	RPa
Rachel Potts	Nexus MAT Director	RP
Naveen Judah	Nexus MAT Director	NJ
<b>Also present</b>		
Warren Carratt	Nexus MAT CEO	CEO
Joel Hardwick	Nexus MAT Assistant CEO: Corporate Affairs	JH
Karen Smith	Nexus MAT CFO	KS
Rebecca Horne	Governance Clerk	RH
<b>Apologies</b>		
James Kelly	Advisor to the Committee	JK

<b>1. APOLOGIES FOR ABSENCE</b>	
<b>1.1. To receive but not accept apologies for absence.</b>  Apologies were received from JK.	
<b>1.2. To accept apologies for absence.</b>  Apologies were accepted from JK.	
<b>2. ITEMS OF URGENT BUSINESS</b>	
<b>2.1. Chair to determine any items of urgent business to be considered.</b>  None to discuss.	
<b>3. DECLARATION OF INTERESTS</b>	
<b>3.1. Individual Directors to declare any personal, business or other governance interests on any item on the agenda.</b>  None to discuss.	
<b>4. AUDIT &amp; RISK COMMITTEE MEETING MINUTES</b>	
<b>4.1. To approve the minutes of the following meeting: Audit and Risk Committee held on 10 July 2023</b>  The minutes of the Audit & Risk Committee Meeting held on 10 July 2023 were received and agreed as a true and proper record.	
<b>4.2. REVIEW OF ACTION TRACKER</b>	
The outstanding actions on the tracker were reviewed and updated.  CFO updated the committee on the SMRA visit as this is still ongoing. All information that was required has been sent, however this did raise a few questions related to particular schools and the difficulty of benchmarking. CFO will keep the committee updated with any future developments.  JH explained discussions have taken place recently with Ian Clayton (ProActive) in relation to the recent issues that were raised with Kelford. JH stated they are aware of our overall concerns, and Kevin Oxborough, Central Assets Lead, is now quality assuring all future audits as and when they come through and working alongside ProActive. Hopefully this process will give us more reassurance in terms of the contact management around ProActive.  JH reported back on the system to move current data. The report and the data have been amended and improved. Hopefully, what the report shows is more of a sense of live reporting.	

JH updated the committee on the 3 incidents. There were recent incidents at Abbey and Coppice which were reviewed. These were individual pupil incidents which complied with risk assessments that were already in place for those pupils. No further action was required.

JH explained recent issues with Kelford and Bader. Claims have been made by staff in relation to those incidents and JH discussed the latest position, including the involvement of RPA as the Trust’s insurer.

JH explained that IOSH training is booked in for January 2024 for anyone who is either new to the Trust or needs a refresher.

**4.3. MATTERS ARISING FROM THE MINUTES**

None raised.

**5. ITEMS TO BE CONSIDERED**

**5.1. Pre-meet with auditors (without officers in attendance)**

A pre-meet with Auditors was held prior to the A&R Committee Meeting. CEO explained that the CFO will give an update to Directors on officer’s perspectives on how audits are going so far, this will be a verbal update.

**5.2. Competent Person Termly Update Report**

JH discussed the Competent Person Termly Update Report which was circulated to the committee prior to the meeting. JH explained the main update was the change in the reporting format, following discussion at the last meeting, and asked for feedback on the extent to which this had addressed the issues raised. JH picked out highlights to discuss in more detail, the main one being page 3 of the document, Health and Safety Summary. This is the overview of the latest Health and Safety audits with the change to reporting as mentioned above to identify the timeliness of work to address serious actions following the audit.

JH explained that the central team assets lead and Head of Business Transformation will be monitoring the data and working to support schools where needed, by exception if there are any concerns about individual schools’ timeliness, JH will raise these within the Executive Management Team and therefore with the Headteacher’s Line Manager. JH is hopeful that in light of this form of reporting we will start to see the number of issues reduce as we go forward.

**SB – it would be interesting to see the schools that are showing a trend of serious breaches, even though they are addressed. Is this something we could look at?** JH, yes this could be looked into further. As the year progresses we can show the outcomes from each termly audit on the same chart to see the differences over time. **ACTION – JH to add termly data to the same chart in future reporting.**

**RPa – were the issues raised purely that the schools had missed a compliance check? Or a date in their diary?** JH explained altogether there were 14 serious actions raised in the audit in August. Of those 14, 11 have been completed or still within timescale. However, 3 at the time of going to the report had been flagged

**JH  
04/03/24**

for the end of October. They were flagged for completion and at that point unfortunately weren't complete. The 3 issues highlighted were the fire alarm service (which is booked in), the PE equipment inspection and the play equipment inspection. These were both logged as booked in for inspection on the 29<sup>th</sup> November.

JH explained that every red action on the table are serious breaches and that at the time he put the report together, he couldn't mark as complete but each one had been booked in for completion.

**RPa – would it help the building managers and supervisors to have a calendar with all of these key dates in? Could this be put in place? Or could be part of ProActive system?** JH explained these are currently in place and they are flagged.

**RPa – can we ask ProActive to include a section on any legislation changes and updates?** JH agreed this would be helpful. **ACTION – JH to request an update from ProActive on any legislation changes, and their implications for Nexus MAT, in future reporting.**

The general consensus of the committee feedback, is this is a very useful and informative report.

**JH**  
**04/03/24**

**5.3 External Audit 2022-23 update**

CFO explained we had the auditors on site last week. So far everything has gone ok. The auditors haven't yet finished their testing but once all the data is inputted into their system and draft accounts are produced, the balances per schools would be in the P12 draft final yearend figures. Overall CFO has no particular worries to feedback on.

**SS asked when would we have the draft accounts? They were hoping to have them with us 2 weeks before the Board Meeting on December 13<sup>th</sup>.** CFO to clarify date. **ACTION – CFO to clarify and update the committee.**

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**5.4 High Level 12-Month delivery plan & statutory return checklist**

CFO announced this paper was circulated for information. The only thing that has changed since the papers were sent out is the land and buildings return was submitted on the 3<sup>rd</sup> November.

**5.4.1 Audit & Risk Committee Delivery Plan 23-34**

CFO explained this will set out the agenda items for this year. SS found this a really useful paper. No further questions were raised with either of the papers.

**5.5 Review of 2022/23 Internal Audit Report 3**

CFO explained this was a positive internal audit looking at the payroll process and HR in July of this year. A couple of actions were raised. We need to look at how we are coding staffing costs, which we are doing this year. We also need to be consistent in how particular types of staffing are coded across the schools.

**5.6 Audit Tracker**

A detailed document on audits and testing was circulated to the committee prior to the meeting. CFO explained this is a helpful and high-level summary of what recommendations came out of both internal and external auditing. Some questions

were raised with the format, but the general census is that the committee are happy to leave the report as it is.

### **5.7 Confirmation of Internal Audit plan for 23/24**

CFO announced this paper is an update to the internal audit report that went out in the summer term. The original proposal was a peer review partnership with another Special School MAT, however, due to a merger, they no longer had the capacity to do this for the 23-24 year. CFO proposed the revised plan, if accepted, is to use external companies for the three visits this year and to continue looking at peer review as alternatives for future years.

CFO explained having had sessions with all of the external companies the preferred one at the moment, at least for the first visit, is Veritau, which is a shared services audit service. The price they have given us is competitive and they have worked with other special schools. They would be on-site and have a local auditor so it would not be done just remotely.

CFO also explained if we wanted to explore the Cyber Security Audit with them they do have Cyber Security Specialists.

**RP – is this approach going to cost us more?** CFO explained with the first test we have been quoted between £2-2.5k which is in line, if not slightly cheaper than BHP was last year. CFO expects a similar costing for the second test. The cyber security audit will be costly due to this being a lot more specific but we are looking at whether we could include this as part of an ECATH bid.

### **5.8 External Audit re-tender**

CFO informed the committee we are at the point with our contract with Forrester Boyd, if we wanted to re-tender for someone else to do the 23/24 audit we can do. However, there is that flexibility within the contract to extend for a further two years. The CFO gave further background around the process and experience and asked the Committee to consider re-tendering or extending for another two years. The current recommendation is we extend with Forrester Boyd.

After a detailed discussion the unanimous verdict was we would extend for a further two years.

### **5.9 Trust Risk Register**

CEO discussed, in detail the additions and changes that had been made to the Trust Risk Register document, these changes have been highlighted in green on pages 10 & 13. CEO is proposing where we have residual insecurities, they are still in place.

### **5.10 Finance Risk Register**

CFO explained there are no changes to the RAG rating. Some slight changes were made to the supporting text. A number of these changes are reflecting the change in the structure of the Central Team. Another update was implemented to reflect where we are in terms of the new finance and budgeting systems.

The support staff pay award has also been agreed and this will be updated.

<b>6. ANY OTHER URGENT BUSINESS</b>	
<b>6.1 To consider any other urgent business agreed by the Chair</b>  None raised.	
<b>7. CONFIDENTIALITY &amp; RISK</b>	
<b>7.1 To consider the confidentiality of any items discussed during the meeting</b>  None raised.	
<b>7.2 To consider any areas of risk discussed during the meeting</b>  None raised.	
<b>8. DATES OF NEXT MEETINGS</b>	

Monday 4 <sup>th</sup> March 2024	17:00 – 19:30	MS Teams	Audit & Risk
Monday 8 <sup>th</sup> July 2024	17:00 – 19:30	MS Teams	Audit & Risk

**Minutes approved**

<b>CHAIR</b>	<b>SIGNATURE</b>	<b>DATE</b>